

**SEMINOLE COUNTY PORT AUTHORITY
MINUTES OF THE REGULAR BOARD MEETING
SEPTEMBER 15, 2021**

The regular Board Meeting of the Seminole County Port Authority was held in the Board Room of the Administration Building at the Port of Sanford on September 15, 2021.

Chairman Matthew Criswell called the meeting to order at 4:06 p.m. with the following Directors constituting a quorum: Matthew Criswell, Chairman; Dana McBroom, Vice-Chairwoman; Susan Sherman, Secretary; Bill Spivey, Member; Michael Caraway, Member; and Andria Herr, BCC Member.

Members Absent: Cliff Miller, Treasurer; Amy Guilfoyle, Member; and Harry Ellis, Member.

Staff present: Andrew Van Gaale, Administrator; and Jennifer Sykes, Business Office Manager.

Also, present: Steve Coover, SCOPA Attorney; and Nelson Figueroa, President of Millennium Luxury Coaches.

An invocation was given by Matthew Criswell followed by the pledge to the Flag.

Chairman Criswell opened the floor for corrections or additions to the minutes of the August 18, 2021, meeting.

MOTION WAS MADE BY DANA MCBROOM, SECONDED BY BILL SPIVEY TO APPROVE THE MINUTES OF THE AUGUST 18, 2021, BOARD MEETING, AS PRESENTED.

Bill Spivey requested discussion. He asked that the minutes, in the first paragraph on page 3 of 4, reflect the request for follow up with CPH, Inc. to ensure they understood the project was important considering that they did not catch the planning issue. Mr. Spivey stated that he was disappointed that CPH did not catch the flood zone issue. However, there was also discussion about having a follow-up with CPH to make sure that they understood how important it was that they get this right because it is a significant project for the Port. The Chairman asked the Administrator to table his response on the issue and called a vote on the motion.

MOTION CARRIED UNANIMOUSLY.

Jennifer Sykes asked for clarification regarding the amending of the official minutes. SCOPA Attorney Steve Coover explained that the minutes were adopted as drafted. If the intention was to amend the minutes the motion to approve must be rescinded and a motion and vote to amend must occur.

MOTION WAS MADE BY SUSAN SHERMAN, SECONDED BY BILL SPIVEY TO RESCIND THE APPROVAL OF THE AUGUST 18, 2021, MINUTES AS PRESENTED.

MOTION CARRIED UNANIMOUSLY.

MOTION WAS MADE BY BILL SPIVEY TO AMEND THE MINUTES OF THE AUGUST 18, 2021, BOARD MEETING, TO STATE THAT THERE WAS DISCUSSION REGARDING FOLLOW-UP WITH CPH TO MAKE SURE THEY UNDERSTOOD THE IMPORTANCE OF THE PROJECT TO THE PORT. DANA MCBROOM SECONDED THE MOTION.

The Chairman invited the Administrator's input to the discussion. The Administrator explained that he has followed-up with CPH. Also, a meeting is scheduled to discuss the 1500 Dolgner Place project next week with CPH and Vice-Chairwoman Dana McBroom. The Administrator noted that direction was followed and noted that the meeting minutes are not a verbatim record, but rather a record of actions taken by the Board. Discussion ensued. Steve Coover recommended in the future that members can notify Jennifer Sykes that they intend to ask for an amendment and then at the meeting make the motion to amend. The Chairman called the vote on the motion to adopt the amended minutes.

MOTION CARRIED UNANIMOUSLY.

The Administrator presented the Balance Sheet and Budget Statement for the month of August 2021. The Administrator reported that revenues for the month of August were over budget by \$29,081 and \$271,978 for the year-to-date. Expenditures for the month of August were under budget by \$69,776 and remain underbudget by \$728,170 for the year-to-date. The Administrator reported that the year-to-date profit margin was approximately 40% and the occupancy for August maintained at 99.9%. Dana McBroom noted for the record that the expenses are low because of projects being delayed which will be carried over into the next fiscal year, not because the projects were underbudget. There were no other questions or comments on the August 2021 financial statements.

The Administrator presented the Outstanding Bills list for September 15th and October 1st. He explained that item #22, the \$14,141.00 payment to Barnes Heating and Air Conditioning, Inc., represents replacement of the 10-ton air conditioning unit at the administration building. The Administrator noted that staff got quotes from three contractors with Barnes coming in the lowest. Item #25, the \$111,156.04 payment to P&S Paving, Inc., represents the resurfacing of Schilke Way and the southern half of Dolgner Place. Items #26 and 27, the \$59,185.00 and \$22,100.00 payments to Stage Door II, represents additional drainage, swale, pond, and sod work. Item # 29, the \$500,000.00 payment to Seminole County General Fund, represents the budgeted annual surplus fund contribution. Item #16, the \$3,026.04 payment to ServePro of North Seminole, represents water remediation after a broken pipe at 1511 Kastner Place. Item # 17, the

\$10,070.00 payment to Exact Plumbing, represents three service calls and the replumbing of 1461 Kastner Place. The Administrator then noted the bills due October 1st and opened the floor to questions. Dana McBroom inquired about Item #7, the refund of half of September's prepaid rent to Jin Young Byun. The Administrator explained that it was a unique situation as the unit was quickly re-rented with the new tenants taking occupancy on September 15th. There were no other questions regarding the bills to be paid.

MOTION WAS MADE BY DANA MCBROOM, SECONDED BY SUSAN SHERMAN TO APPROVE THE SEPTEMBER 15TH AND OCTOBER 1ST BILLS AS PRESENTED. THE LIST OF BILLS APPROVED TO BE PAID IS ATTACHED AND MADE A PART OF THESE MINUTES.

MOTION CARRIED UNANIMOUSLY.

The Administrator presented the Aged Receivables List to the Board for review with no outstanding receivables. The Chairman congratulated staff on finishing the fiscal year with no outstanding receivables.

ATTORNEY'S REPORT

Mr. Coover stated he had nothing to report at this time.

ADMINISTRATOR'S REPORT

The Administrator reported that a meeting is scheduled with CPH and Vice-chairwoman McBroom next week to discuss the site redevelopment, phasing and urgency as requested. He explained that they are looking to get the 1500 Dolgner site project back into permitting with the new stormwater compensation plans. Chairman Criswell inquired if a decision had been made on the site plan yet. The Administrator stated the options would be discussed at the upcoming meeting and he would bring that back to the Board. The Chairman inquired about cost estimates stating he would like to see a current cost as well as an estimated 2022 and 2023 cost. The Commissioner asked if the Chairman had an opinion on what building costs would do over the next two years and discussion ensued.

The Administrator noted for the Board that the fiscal year 2020/2021 audit would be performed in early October with the audit presentation at the November meeting.

OLD BUSINESS

There was no old business.

NEW BUSINESS

The Chairman opened the floor to Nelson Figueroa, the President and owner of Millennium Luxury Coaches. Mr. Figueroa explained that he his company has been good tenants here at the Port since 2010. Millennium has an excellent payment history on the triple net lease with the Port that he insures the leased property for more than the lease's stated values. He also stated that he is also interested in the site being redeveloped to expand his business. Millennium's five-year lease is currently up for renewal, and he is requesting the Board's consideration regarding the proposed rate increase. Mr. Figueroa detailed the improvements Millennium has made to the property which included 7 AC units, 4 electric doors, paint, wiring, two restrooms, paving five acres, adding 29 full RV hookups, automatic gates, roof leak repairs as well as upcoming planned improvements. Mr. Figueroa explained the human resource and manufacturing difficulties encountered during the ongoing coronavirus pandemic. Dana McBroom thanked Mr. Figueroa for attending the meeting and explaining his position to the Board. She asked Mr. Figueroa to clarify that he was asking for a five-year renewal with a stay on the rent escalation. Mr. Figueroa confirmed that was correct. Mrs. McBroom explained that when a tenant requests a stay in rental rates, the Board request that the Administrator review three years of financial reports so that any trends can be observed. Mr. Figueroa agreed to provide financial reports for 2019, 2020, and 2021 year to date for review. The Administrator clarified that the Port had paid for the paving, a new roof on the paint shop, replaced the large concrete entry area, replaced cracked flooring in the office due to settling, and has budgeted the roof replacement in two years. He also explained that Millennium has incurred rate increases in 2012 and in 2016, for a total of 10%, during their eleven years with the Port, with the current monthly rate of \$22,050 or \$2.92 per square foot per year. Chairman Criswell inquired about the property taxes and the Administrator confirmed that the tenant was responsible for those which run around \$40,000 per year. SCOPA Attorney Steve Coover stated that Millennium Luxury Coaches would continue month-to-month under the current terms and the Board could make a decision at the next meeting. The Administrator invited Mr. Figueroa to return for the October 20th meeting.

Leases – The Administrator presented the following Leases Agreements approval:

1. New Lease – Genstar Services, LLC; 1980 Dolgner Place, Suite 1028; 1-year Lease; lease term Sept. 15, 2021 – Sept. 14, 2022; at the rate of \$1,000.00/month (1,212 sq.ft. warehouse w/ 288 sq.ft. office @ a rate of \$8.00/sq.ft./yr.) Personal guarantee.
2. Lease Addendum – B&N Fabricating, Inc.; 1535 Dolgner Place; 1-year Lease Addendum; term Oct. 1, 2021-Sept. 30, 2022; with the budgeted 5% rate increase to \$810.34/month (2,000 sq.ft. warehouse @ a rate of \$4.86/sq.ft./yr.) Personal guarantee.

3. Lease Addendum – Driftwood Arts and Design, LLC; 1517 Dolgner Place; 1-year Lease Addendum; term Oct. 1, 2021-Sept. 30, 2022; with the budgeted 5% rate increase to \$983.99/month (2,000 sq.ft. warehouse @ a rate of \$5.90/sq.ft./yr.) Personal guarantee.
4. Lease Addendum – Freeport Fountains, LLC; 1471 Kastner Place, Suite 121; 1-year Lease Addendum; term Oct. 1, 2021-Sept. 30, 2022, with an existing 60-day termination clause; with the budgeted 5% rate increase to \$847.35/month (2,000 sq.ft. warehouse @ a rate of \$5.08/sq.ft./yr.) Personal guarantee.
5. Lease Addendum – Kurt Shirley; 1470 Kastner Place, Suite 120; 1-year Lease Addendum; term Oct. 1, 2021-Sept. 30, 2022, with an existing 60-day termination clause; with the budgeted 5% rate increase to \$925.00/month (1,500 sq. ft. warehouse @ a rate of \$7.40/sq.ft./yr.).
6. Lease Addendum – Radios OEM, Inc.; 1470 Kastner Place, Suite 108; 1-year Lease Addendum; term Oct. 1, 2021-Sept. 30, 2022; with the budgeted 5% rate increase to \$1,033.19/month (1,500 sq. ft. office/warehouse @ a blended rate of \$8.26/sq.ft./yr.) Personal guarantee.

MOTION WAS MADE BY DANA MCBROOM, SECONDED BY SUSAN SHERMAN TO APPROVE THE LIST OF LEASES AS PRESENTED.

MOTION CARRIED UNANIMOUSLY.

Appointment of Fiscal Year 2021/2022 Officers

The Chairman opened the floor for nominations of officers for the 2021/2022 fiscal year. After a brief discussion, SCOPA Attorney Steve Coover directed members to make nominations and vote on each office separately for clarity of record.

DANA MCBROOM NOMINATED MICHAEL CARAWAY TO THE OFFICE OF TREASURER. MICHAEL CARAWAY ACCEPTED THE NOMINATION. AFTER HEARING NO OTHER NOMINATIONS, THE CHAIRMAN CALLED FOR A VOTE.

MICHAEL CARAWAY WAS UNANIMOUSLY ELECTED FISCAL YEAR 2021/2022 TREASURER.

DANA MCBROOM NOMINATED SUSAN SHERMAN TO THE OFFICE OF VICE-CHAIRWOMAN. SUSAN SHERMAN ACCEPTED THE NOMINATION. AFTER HEARING NO FURTHER NOMINATIONS, THE CHAIRMAN CALLED FOR A VOTE.

SUSAN SHERMAN WAS UNANIMOUSLY ELECTED FISCAL YEAR 2021/2022 VICE-CHAIRWOMAN.

MATTHEW CRISWELL NOMINATED DANA MCBROOM TO THE OFFICE OF CHAIRWOMAN. DANA MCBROOM ACCEPTED THE NOMINATION. AFTER HEARING NO OTHER NOMINATIONS, THE CHAIRMAN CALLED FOR A VOTE.

DANA MCBROOM WAS UNANIMOUSLY ELECTED FISCAL YEAR 2021/2022 CHAIRWOMAN.

DANA MCBROOM NOMINATED BILL SPIVEY TO THE OFFICE OF SECRETARY. BILL SPIVEY ACCEPTED THE NOMINATION. AFTER HEARING NO FURTHER NOMINATIONS, THE CHAIRMAN CALLED FOR A VOTE.

BILL SPIVEY WAS UNANIMOUSLY ELECTED FISCAL YEAR 2021/2022 SECRETARY.

There being no further business, the meeting was adjourned at 5:10 p.m. by Chairman Criswell.

Matthew Criswell, Chairman

Susan Sherman, Secretary